

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

DANIEL J. SULLIVAN)	
)	
)	
Plaintiff,)	
)	
v.)	Civil Action No.
)	05-CV-10310-MLW
WILLIAM K. WOODRUFF, III,)	
WOODRUFF FAMILY, LTD. and)	
OPTICAL SWITCH CORPORATION)	
Defendants.)	

MOTION FOR LEAVE TO WITHDRAW APPEARANCE

Pursuant to Local Rule 83.5.2(c), Samuel L. Boyd and the law firm of Boyd & Associates seek leave of this Court to withdraw as counsel for the Defendants William K. Woodruff, III, Woodruff Family, Ltd., and Optical Switch Corporation. No trial date has been set; no hearings or conferences are scheduled and no reports are due.

This request is based on the fact that irreconcilable professional conflicts have arisen between counsel and Defendants. On September 2, 2005, in the related Texas case, counsel was granted, today, leave to withdraw for the same reasons by Order of the Dallas County Court No.

3. A copy of the Motion and the Order is attached hereto at Exhibit "A."

Mr. Kirk A. Kennedy is no longer a member of Boyd & Associates and his name should be removed as counsel for Defendants in this action.

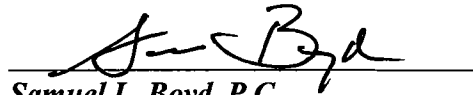
CONCLUSION

WHEREFORE, it is respectfully requested that this Motion for leave to withdraw appearance be granted.

Dated: September 6, 2005

Respectfully submitted,

BOYD & ASSOCIATES

A handwritten signature in black ink, appearing to read 'Samuel L. Boyd', is written over a horizontal line.

Samuel L. Boyd, P.C.
State Bar No. 02777500

600 University Tower, LB 48
6440 N. Central Expressway
Dallas, Texas 75206
(214) 696-2300
(214) 363-6856 (fax)

AND

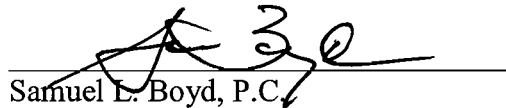
JOHN N. LEWIS & ASSOCIATES

Lawrence R. Mehl (BBO#566235)
JOHN N. LEWIS & ASSOCIATES
21 Merchants Row, 5th Floor
Boston, MA 02109
(617)523-0777

*Attorneys for WILLIAM K. WOODRUFF, III,
WOODRUFF FAMILY, LTD. and
OPTICAL SWITCH CORPORATION*

CERTIFICATE OF CONFERENCE

Pursuant to Local Rule 7.1, this will certify that I conferred with Bernard Bonn, III, Plaintiff Daniel Sullivan's counsel about the relief sought by this Motion. At that time, Plaintiff Sullivan's counsel, Mr. Bernard Bonn, objected to the Motion, because of: (1) a pending motion; and (2) substitute counsel have not yet been retained. Mr. Bonn understands that the undersigned has no authority to represent defendants, and that the Texas trial judgment granted counsel's withdrawal in the Texas case because of irreconcilable professional conflicts; yet, Plaintiff objects to the motion. Therefore, Defendants submit this motion for the Court's determination.

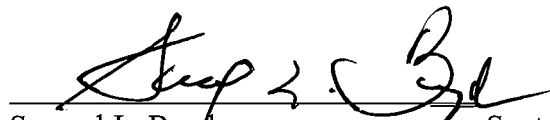

Samuel L. Boyd, P.C.

CERTIFICATE OF SERVICE

I hereby certify that on this date, a copy of the foregoing Motion for Leave to Withdraw Appearance was served via electronic mail, via facsimile transmission and/or U.S. Mail upon counsel for the Plaintiff counsel,

Bernard J. Bonn III, Esq.
Dechert LLP
200 Clarendon Street, 27th Floor
Boston, MA 02116
(617) 728-7143
(617) 426-6587 fax
Fax to PC (215) 761-0743
Cell: (617) 429-5854
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Lawrence R. Mehl (BBO#566235)
JOHN N. LEWIS & ASSOCIATES
21 Merchants Row, 5th Floor
Boston, MA 02109
(617) 523-0777
(617) 523-1755 fax


Samuel L. Boyd September 6, 2005

CAUSE NO. CC-04-13245-C

OSC SHAREHOLDER LITIGATION	\$
TRUST, OPTICAL SWITCH CORPORATION,	\$
AND WILLIAM K. WOODRUFF, III,	\$
INDIVIDUALLY, AND ON BEHALF OF	\$
WOODRUFF FAMILY LIMITED,	\$

Plaintiffs,

V.

**HOLOGRAPHIC LITHOGRAPHY
SYSTEMS, INC., GARY P. NABHAN,
DANIEL J. SULLIVAN, BAKER
BOTTS, L.L.P., ROBERT GIORDANO
WILLIAM MCCARTHY, BARRY COFFMAN
WILL VOLKMANN, WASSERSTEIN
PERELLA, INC. n/k/a DRESDNER,
KLEINWORT WASSERSTEIN,
INC., and KERRY NORTH,**

Defendants.

IN THE COUNTY COURT

AT LAW NO. 3

DALLAS COUNTY, TEXAS

MOTION FOR WITHDRAWAL AND
FOR EXPEDITED HEARING

TO THE HONORABLE JUDGE OF SAID COURT:

COMES NOW BOYD & ASSOCIATES, present counsel for the OSC
SHAREHOLDER LITIGATION TRUST, OPTICAL SWITCH CORPORATION, and
WILLIAM K. WOODRUFF, III, Individually, and on Behalf of WOODRUFF FAMILY

LIMITED and would file this Motion for Withdrawal and for Expedited Hearing and would respectfully show unto the Court as follows:

1. Boyd & Associates is counsel for Plaintiffs.
2. Irreparable professional conflicts have arisen which render impossible the continued representation of the plaintiffs by Boyd & Associates. As a result of those conflicts, related to a significant account balance delinquency, Boyd & Associates has no authority to represent Plaintiffs other than (1) to request withdrawal; and (2) to request a continuance, in a separate, contemporaneously filed motion, of the September 9, 2005, hearing set on the Motion to Dismiss of Defendants Wasserstein Perella, Inc. n/k/a Dresdner, Kleinwort Wasserstein, Inc. and Kerry North.
3. Plaintiffs' counsel requests that the Court enter the Order of Withdrawal, and that all future correspondence, pleadings or other matters concerning the above-entitled case be served upon the plaintiffs as follows:

For William K. Woodruff and the Woodruff Family Limited

Mr. William K. Woodruff
3441 Purdue
Dallas, Texas 75225
(214)766-1344 cell

For the OSC Shareholder Litigation Trust

Mr. William Roeever, Trustee
Attorney at Law (Non-Practicing)
Texas State Bar No. 17162000
3624 Asbury St.
Dallas, Texas 75205-1849
(214) 207-4850 cell

For Optical Switch Corporation

Mr. William A. Roever
Attorney at Law (Non-Practicing)
Texas State Bar No. 17162000
3624 Asbury St.
Dallas, Texas 75205-1849
(214) 207-4850

4. Boyd & Associates respectfully submits that, pursuant to Rule 10 of the Texas Rules of Civil Procure, good cause exists such that this Court should allow the firm to withdraw from representing plaintiffs. Plaintiffs have been served with all pleadings and are aware of all deadlines, including the hearings presently scheduled for September 9 and 27, 2005. Plaintiffs are in the process of retaining new counsel who will likely enter an appearance sometime in the week of September 12, 2005.

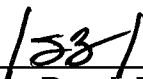
5. There are no other imminent settings or deadlines in this case.

PRAYER

FOR THESE REASONS, Boyd & Associates respectfully prays that the Court grant an expedited hearing date and its motion to withdraw as attorneys for plaintiffs, as well as for such other and further relief, whether at law or in equity, to which Boyd & Associates may be justly entitled.

Respectfully submitted,

BOYD & ASSOCIATES




Samuel L. Boyd, P.C.
Texas State Bar No. 02777500

6440 N. Central Expressway, Suite 600
Dallas, Texas 75206
Telephone: (214) 696-2300
Telefax: (214) 363-6856

Attorneys for Plaintiffs

CERTIFICATE OF CONFERENCE

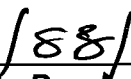
This will certify that the undersigned has conferred with a defense counsel who would not agree to the motion, and thus the motion must be presented to the court for determination. Because of the need for immediate relief, counsel requests the very first 15 minute opening available on or after September 2, 2005, and counsel will immediately advise all parties and counsel of the setting by fax and telephone.



Samuel L. Boyd

CERTIFICATE OF SERVICE

This is to certify that a true and correct copy of the foregoing has been served, on September 1, 2005, according to the Texas Rules of Civil Procedure by first-class mail or telefax upon all counsel or parties, if unrepresented by counsel, who have appeared herein and the plaintiffs.



Samuel L. Boyd

CAUSE NO. CC-04-13245-C

OSC SHAREHOLDER LITIGATION **\$**
TRUST, OPTICAL SWITCH CORPORATION, **\$**
AND WILLIAM K. WOODRUFF, III, **\$**
INDIVIDUALLY, AND ON BEHALF OF **\$**
WOODRUFF FAMILY LIMITED, **\$**

Plaintiffs,

V.

**HOLOGRAPHIC LITHOGRAPHY
SYSTEMS, INC., GARY P. NABHAN,
DANIEL J. SULLIVAN, BAKER
BOTTS, L.L.P., ROBERT GIORDANO
WILLIAM MCCARTHY, BARRY COFFMAN
WILL VOLKMANN, WASSERSTEIN
PERELLA, INC. n/k/a DRESDNER,
KLEINWORT WASSERSTEIN,
INC., and KERRY NORTH,**

Defendants,

IN THE COUNTY COURT

AT LAW NO. 3

DALLAS COUNTY, TEXAS

ORDER GRANTING
EXPEDITED HEARING AND WITHDRAWAL OF COUNSEL

CAME ON TO BE CONSIDERED the Motion For Withdrawal and for Expedited Hearing filed by Boyd & Associates, Plaintiffs' Counsel, and the Court having reviewed the same and considered the interests of justice is of the opinion that the Withdrawal of counsel and the Expedited Hearing should be permitted as follows:

1. It is Ordered that the firm of Boyd & Associates is hereby discharged as counsel of record in this matter for Plaintiffs, OSC SHAREHOLDER LITIGATION TRUST, OPTICAL SWITCH CORPORATION, and WILLIAM K. WOODRUFF, III, Individually, and on Behalf of WOODRUFF FAMILY LIMITED, and the firm shall no longer serve as a counsel of record in this case for any purpose.

2. It is further Ordered that all future correspondence, pleadings or other matters concerning the above-entitled case be served upon the plaintiffs as follows:

For William K. Woodruff and the Woodruff Family Limited

Mr. William K. Woodruff
3441 Purdue
Dallas, Texas 75225
(214)766-1344 cell

For the OSC Shareholder Litigation Trust

Mr. William Roever, Trustee
Attorney at Law (Non-Practicing)
Texas State Bar No. 17162000
3624 Asbury St.
Dallas, Texas 75205-1849
(214) 207-4850 cell

For Optical Switch Corporation

Mr. William A. Roever
Attorney at Law (Non-Practicing)
Texas State Bar No. 17162000
3624 Asbury St.
Dallas, Texas 75205-1849
(214) 207-4850

SIGNED this 2 day of September, 2005.

A handwritten signature in black ink, reading "Sally I. Montgomery" with a stylized flourish at the end. The signature is written over a horizontal line.

Judge Sally Montgomery